**[insert organisation name/logo]**

Position Description for Board Secretary

|  |  |
| --- | --- |
| **Board Member Position**  | **Board Secretary** |
| **Function** | Governance of **[insert organisation name]**, ensuring optimal performance and compliance with legal requirements.  |
| **Term** | **[Insert number of years]** years commencing on **[insert date of appointment]** |
| **Date of this Position Description**  | **[Insert date of the last review of the document]** |

**Board member requirements**

1. Attendance at **[insert organisation name]** Board meetings and at relevant **[insert organisation name]** events.
2. Attendance at the Annual General Meeting.
3. Knowledge and skills in one or more areas of Board governance: policy, programs, finance and/or personnel.
4. Willingness to serve on at least one **[insert organisation name]** subcommittee or working group and participate actively in its work.
5. High level of commitment to the work of **[insert organisation name]**.
6. Willingness to invest in developing own governance skills.
7. Be informed of the services provided by **[insert organisation name]** and support them publicly.
8. Prepare for and participate in the discussions and the deliberations of the Board.
9. Be aware of and abstain from any conflict of interest.
10. Adherence to the **[insert organisation name]** Code of Conduct.

**Board member responsibilities**

**Planning**

1. Participate in the development and endorsement of **[insert organisation name]**’s goal, outcomes and principles.
2. Participate in the development and endorsement of **[insert organisation name]**’s strategic plan.
3. Approve operational policies and monitor **[insert organisation name]**’s performance against policies and the strategic plan.
4. Review and endorse **[insert organisation name]**’s annual budget and other financial plans.

**Organisational**

1. Understand and work to the **[insert organisation name]** Constitution.
2. Select, monitor, advise, support, and reward the CEO/Manager.
3. Contribute to effective Board recruitment and succession planning
4. Foster a positive working relationship with other Board members and the CEO/Manager.
5. Review the performance of the Board and participate in performance improvement.

**Operations**

1. Review **[insert organisation name]**’s achievements compared with the strategic plan.
2. Provide constructive criticism, advice and comments to the CEO/Manager on organisational improvement.
3. Approve major decisions in line with the Delegations Matrix as per Section 1.6 of the Governance Policy.
4. Participate in high level complaint and grievance management as required.

**Financial operations**

1. Monitor financial performance.
2. Ensure the financial structure is adequate for **[insert organisation name]**’s current needs and longer term strategy.
3. Ensure the Board and committees are adequately informed of financial status.
4. Ensure that published reports properly reflect the operating results and financial condition of **[insert organisation name]**.
5. Ensure appropriate conflict of interest policies are in place and that they are monitored and enforced.
6. Appoint independent auditors, subject to approval by members.
7. Be informed of, and ensure compliance with, relevant legal requirements.
8. Ensure appropriate risk assessment and risk management procedures are in place

**Advocacy and representation**

1. Advocate for and represent **[insert organisation name]** to government and stakeholders.
2. Participate in external committees, forums and meetings to represent **[insert organisation name]** members.

**Specific Board Secretary responsibilities**

1. A time commitment of approximately **[insert number of hours]**, which includes time with **[insert organisation name]** CEO/Manager outside of Board meetings, overseeing Board meeting preparation and minutes, meeting attendance and committee meeting representation.
2. Ensure accurate record management of Board meeting agendas, minutes, Board member attendance, and Board member contact details.
3. Assist in organising Board meetings, AGMs, Special and Extraordinary meetings of **[insert organisation name]**.
4. Review and ensure compliance with relevant legal requirements.

|  |
| --- |
| **Verification & agreement** |
| I have read and agree to the position description for Board Secretary.  |
| **Position holder’s name** |  |
| Signature |  |
| Date |  |